
DISPOSAL OF SUBSIDIARY – ENVIRO RESTORER S R L

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Enviro-Hub Holdings Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) wishes to announce that the Company’s 39%-owned subsidiary, Enviro-Power Pte Ltd (the “**Vendor**”), had on 25 February 2021 entered into a sale and purchase agreement (“**SPA**”) with Moretti Fabio Francesco (the “**Purchaser**”), pursuant to which the Vendor shall sell, and the Purchaser shall acquire, one ordinary share (the “**Sale Share**”) in the capital of Enviro Restorer S R L (the “**Target**”), representing the entire issued and paid-up share capital of the Target, on the terms and conditions of the SPA (the “**Disposal**”).

As the Sale Shares represent the entire interest of the Vendor in the Target, the Vendor will cease to have any interest in the Target and the Target will cease to be a subsidiary of the Company following the completion of the Disposal.

As each of the relative figures computed on the applicable bases set out in Rule 1006 of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) is less than 5%, the Disposal is a “non-disclosable transaction” for the purposes of Chapter 10 of the Listing Manual of the SGX-ST.

2. RATIONALE FOR THE DISPOSAL

The Target is a company incorporated in Italy and has been dormant for the past few years. Nevertheless, the Group has been incurring expenses (such as tax filing and accounting fees) in maintaining the Target. The Disposal is therefore undertaken as part of the Group’s commitment to optimize profitability and operations.

3. CONSIDERATION

The consideration for the disposal of the Sale Shares to the Purchaser is a nominal cash value of €1 (equivalent to approximately S\$1.6204¹) (the “**Consideration**”). The Consideration shall be satisfied in cash and was arrived at after arm’s length negotiations on a willing-buyer and willing-seller basis, taking into consideration that the Target is not conducting any business presently and is not holding any asset other than tax credit.

4. VALUE OF THE SALE SHARES

As the Target has no current operations, there is no meaningful book value and net tangible asset value of its shares available. There is no open market value as the shares of the Target are not publicly traded, and no valuation was commissioned by the Company in respect of the Disposal.

¹ Based on the exchange rate of €1:S\$1.6204 (average of Selling and Buying rate) as at 1 February 2021 published by CIMB Bank Berhad.

5. FINANCIAL EFFECTS

The Disposal is not expected to have any material impact on the net tangible assets or earnings per share of the Company and the Group for the financial year ending 31 December 2021.

6. INTERESTS OF DIRECTORS AND/OR CONTROLLING SHAREHOLDERS

None of the Directors or controlling shareholders of the Company have any interest, direct or indirect, in the Disposal, other than through their respective shareholdings in the Company (if any).

BY ORDER OF THE BOARD

Raymond Ng
Executive Chairman
26 February 2021